

**AMENDMENT OF OIL, GAS AND MINERAL LEASE AND AMENDMENT OF
MEMORANDUM OF OIL AND GAS LEASE**

WHEREAS, Carol Ann Mitchell, formerly Carol Ann Taylor, hereinafter referred to as "Lessor" (whether one or more), heretofore executed an Oil, Gas and Mineral Lease, dated December 28th, 2005, whose Memorandum of Oil and Gas Lease is recorded in Document #D206054965 of the Tarrant County Deed Records hereinafter referred to as "the Lease", whereby Lessor leased certain lands described therein to XTO Resources I, LP (now XTO Energy Inc.) hereinafter referred to as "Lessee", and was amended on October 15th, 2007, from Lessor to Lessee, hereinafter referred to as "Amendment".

WHEREAS, the Legal Description of the Lease reads as follows:

"4.90 acres, more or less, out of the G. Garcia Survey, A-614, Tarrant County, Texas and being the same lands described in that certain QUIT CLAIM DEED dated December 2, 1986, from Virgil Edwin Taylor grantor, to Carol Ann Taylor, grantee, and recorded in Volume 8781, Page 1522; LESS AND EXCEPT a 0.3467 acre tract described in WARRANTY DEED dated May 5, 2000, from Carol Ann Mitchell, formerly Carol Ann Taylor to BARRY R. TOMASQEWski, GRANTEE, and recorded Volume 14338, Page 405, all in the Deed records of Tarrant County, Texas."

WHEREAS, the Legal Description of the Lease was amended to read as follows:

"4.5002 acres, more or less, out of the G. Garcia Survey, A-614, Tarrant County, Texas and being more particularly described as follows:
4.90 acres, more or less, being the same lands described in that certain QUIT CLAIM DEED dated December 2, 1986, from Virgil Edwin Taylor Grantor, to Carol Ann Taylor, Grantee, and recorded in Volume 8781, Page 1522, Deed Records of Tarrant County, Texas;

LESS AND EXCEPT:

0.3998 acres more or less, as described in that certain WARRANTY DEED dated May 5, 2000, from Carol Ann Mitchell, formerly Carol Ann Taylor to BARRY R. TOMASQEWski, grantee, and recorded Volume 14338, Page 405, all in the Deed records of Tarrant County, Texas."

NOW THEREFORE, in consideration of Ten Dollars (\$10.00), and other good and valuable consideration in hand paid by the Lessee or its assigns, the receipt and sufficiency of which are hereby acknowledged, the undersigned do hereby amend the Lease and Amendment by amending the Legal Description of both to read as follows:

4.646541 acres, more or less, out of the G. Garcia Survey, A-614, Tarrant County, Texas and being more particularly described as follows:
5.046341 acres, more or less (adding road acreage), being the same lands described in that certain QUIT CLAIM DEED dated December 2, 1986, from Virgil Edwin Taylor Grantor, to Carol Ann Taylor, Grantee, and recorded in Volume 8781, Page 1522, Deed Records of Tarrant County, Texas;

LESS AND EXCEPT:

0.3998 acres more or less, as described in that certain WARRANTY DEED dated May 5, 2000, from Carol Ann Mitchell, formerly Carol Ann Taylor to BARRY R. TOMASQEWski, grantee, and recorded Volume 14338, Page 405, all in the Deed records of Tarrant County, Texas.

AND, for the same consideration recited above, I, or we, the undersigned, jointly and severally, do hereby, adopt, ratify and confirm the Lease, and all of its provisions, and the above referenced Oil, Gas and Mineral Lease, except as herein amended, and do hereby grant, lease, and let, to the Lessee therein or its successors and assigns, any and all interest which I, or we, now have, or may hereafter acquire, either by conveyance, devise, inheritance, or operation of law, and whether, vested, expectant, contingent or future, in and to the lands described therein, in accordance with each and all of the provisions contained in the Lease and as amended hereby, and the undersigned hereby declare that the Lease and all of its provisions are binding on the undersigned and is a valid and subsisting Oil, Gas and Mineral Lease and this agreement shall extend to and be binding upon the heirs, executors, administrators, successors, and assigns of each of the undersigned.

This instrument may be executed as one document signed by all parties or this instrument may be executed in multiple counterparts, with the same force and effect as if all parties executed the same instrument. One original of this document with a signature page and acknowledgment page for each of the undersigned attached thereto shall be deemed to constitute one instrument for recordation in the Deed Records of Tarrant County, Texas.

This instrument is dated and executed this 6th day of March, 2009 and effective September 27th, 2004.

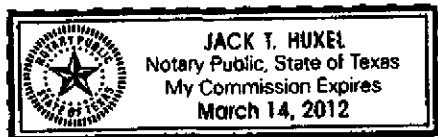
LESSOR:


Carol Ann Mitchell

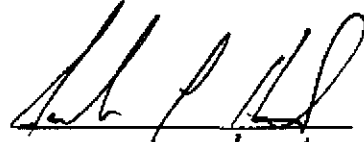
STATE OF TEXAS §

COUNTY OF TARRANT §

The foregoing instrument was acknowledged before me this 6th day of March, 2009, by Carol Ann Mitchell, formerly Carol Ann Taylor.



Notary Signature:



Printed Name:

Jack T Huxel

Notary Public, State of

Texas

My Commission Expires:

March 14, 2012